STATE OF CALIFORNIA BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY DEPARTMENT OF BUSINESS OVERSIGHT

TO: Ben Mohr, Inc. Benjamin Charles Mohr

6216 Lakeview Circle San Ramon, California 94582

DESIST AND REFRAIN ORDER(For violations of section 25210 of the Corporations Code)

The Commissioner of Business Oversight (Commissioner) finds that:

- 1. At all relevant times, Ben Mohr, Inc. (BMI) was a Franchise Tax Board suspended California corporation doing business at 6216 Lakeview Circle, San Ramon, California 94582. BMI was in the business of insurance brokering and life insurance sales as set forth in Secretary of State incorporation documents. BMI maintained an internet website located at www.benmohrinc.com which advertised BMI services including, but not limited to, retirement planning and diversification of investments.
- 2. At all relevant times, Benjamin Charles Mohr (Mohr) was a representative, registered agent for service of process and chief executive officer of BMI. Mohr also conducts business at 6216 Lakeview Circle, San Ramon, California 94582. Mohr was an individual licensed by the Department of Insurance as a Life-Only Insurance Agent and as an Accident and Health Insurance Agent from January 17, 2012 to December 31, 2019. Mohr represented to California investors that BMI and Mohr provided "retirement planning" services to California consumers.
- 3. Beginning in at least 2017, BMI and Mohr offered, sold and effected transactions in securities in the form of investment agreements in Equialt Fund, LLC. (Equialt), a Nevada limited liability company specializing in real estate investments. Equialt pooled investor capital, purchases and rehabilitated distressed real estate parcels to create equity and income for investors. At least 10 California investors transferred over \$400,000.00 to Equialt through the assistance of BMI and Mohr, some using retirement funds, for 36 to 48 months in exchange for a profit of at least 8% to 10% per

annum. BMI and Mohr hosted dinners with California investors and the vice president of Equialt to effect transactions in securities in the form of investment agreements in Equialt.

- 4. Beginning in at least 2017, BMI and Mohr offered, sold and effected transactions in securities in the form of promissory notes and investment agreements with Petro Rock Mineral Holdings, LLC. (PRMH), a Texas limited liability company specializing in oil and gas funding, drilling and excavation. PRMH created various investment fund Delaware limited liability companies known as PRMH Lenders Fund, LLC., PRMH Lenders Fund II, LLC. and PRMH Lenders Fund IV, LLC. California investors invested in these oil and gas excavation funds by way of promissory notes and investment agreements offered, sold and effected by BMI and Mohr. California investors transferred over \$25,000.00 to PRMH funds, some using retirement funds, for 1 year in exchange for a profit of at least 8% annum. BMI and Mohr signed the promissory notes and/or investment agreements as "agent" by electronic signature through "Docusign."
- 5. Beginning in at least 2017, BMI and Mohr offered, sold and effected transactions in securities in the form of promissory notes and investment agreements with Legacy Energy, LLC. (Legacy), a Nevada limited liability company that specialized in making energy, oil and gas business loans. Legacy made loans to PRMH for exploration purposes through Resolute Capital Partners, LLC., a Nevada limited liability company. Over nine California investors invested in these oil and gas excavation funds by way of promissory notes and investment agreements offered, sold and effected by BMI and Mohr. California investors transferred over \$400,000.00 to Legacy, some using retirement funds, for 1 year in exchange for a profit of at least 8% annum. BMI and Mohr signed the promissory notes and/or investment agreements as "agent" by electronic signature through "Docusign."
- 6. Beginning in at least 2017, BMI and Mohr offered, sold and effected transactions in securities in the form of investment agreements and/or evidences of indebtedness in 1 Global Capital, LLC. (Global), a Florida limited liability company engaged in the business of funding merchant cash advance transactions, through American Alternative Investments, LLC., an Indiana limited liability company. At least 5 California investors transferred over \$100,000.00 to Global for variable periods of time in exchange for a profit of at least 3% per annum. BMI and Mohr executed an "advisor

disclosure" statement as "agent" in the process of effecting transactions in the above referenced securities.

7. CSL section 25004 defines "broker-dealer" as any person engaged in the business of effecting transactions in securities in this state for the account of others or for his own account.

8. CSL section 25210, subdivision (a), prohibits a broker-dealer from effecting any

8. CSL section 25210, subdivision (a), prohibits a broker-dealer from effecting any transaction in or induce or attempt to induce the purchase or sale of, any security in this state unless the broker-dealer has first applied for and secured from the commissioner a certificate, then in effect, authorizing that person to act in that capacity.

9. BMI and Mohr have never obtained a certificate to act as a broker-dealer under CSL section 25210 and is not exempt from the licensure requirement.

Based on the foregoing findings, the Commissioner is of the opinion that Ben Mohr, Inc. and Benjamin Charles Mohr are subject to the laws regulating broker-dealers under Corporate Securities Law of 1968, and has affected transactions in, or induced, or attempted to induce the purchase or sale of, securities as broker-dealers, without having first applied for and secured from the Commissioner a certificate authorizing these persons to act in that capacity, in violation of CSL section 25210.

Pursuant to CSL section 25532, Ben Mohr, Inc. and Benjamin Charles Mohr are hereby ordered to desist and refrain from conducting business as a broker-dealer, unless and until certification has been made under said law or unless exempt.

This Order is necessary, in the public interest, for the protection of investors and consistent with the purposes, policies and provisions of the Corporate Securities Law of 1968.

Dated: October 22, 2018
Sacramento, California
JAN LYNN OWEN
Commissioner of Business Oversight

By______ MARY ANN SMITH Deputy Commissioner Enforcement Division